

AMENDED AND RESTATED BYLAWS OF THE
SANTA BARBARA-VENTURA
VETERINARY MEDICAL ASSOCIATION

ARTICLE I
NAME AND LOCATION

I.

Section 1 NAME.

The name of this corporation is Santa Barbara-Ventura Veterinary Medical Association (the "Association").

Section 2. PRINCIPAL OFFICE

The principal office for the transaction of the activities, affairs, and business of the Association is located at PMB 904 – 587 N. Ventu Park Rd, Suite E, Newbury Park, Ventura County, California. The Board of Directors (the "Board") may change the principal office from one location to another. Any change of location of the principal office shall be noted by the Secretary on these Bylaws opposite this Section, or this Section may be amended to state the new location.

Section 3. OTHER OFFICES

The Board may at any time establish branch or subordinate offices at any place or places where the Association is authorized to conduct its activities.

ARTICLE II
PURPOSES

Section 1

This Association is a nonprofit mutual benefit corporation organized under the Nonprofit Mutual Benefit Corporation Law. The purposes of this Association are to (a) elevate the levels of veterinary medicine education within the Counties of Santa Barbara and Ventura, California (the "Santa Barbara-Ventura Area"), (b) raise the standards of practice of veterinary medicine within the Santa Barbara-Ventura Area, (c) stimulate the interchange of experiences in the practical application of the science of veterinary medicine, (d) promote greater public awareness of perceived problems involving the practice of veterinary medicine or with respect to animal care, and (e) engage in any other lawful action for which a corporation may be formed under the California Nonprofit Mutual Benefit Corporation Law, except insofar that such act or activity would be prohibited to an organization which possesses a qualification under the provisions of Section 501(c)(4) of the Internal Revenue

Code. The Association shall cooperate with organizations of like purposes wherever located for the accomplishment of these purposes.

ARTICLE III
QUALIFICATIONS AND RIGHTS OF MEMBERSHIP

Section 1. TYPES OF MEMBERSHIP

Until such time as this provision shall be amended by the vote or written consent of a majority of the members, this Association shall have only one class of membership, namely Active-Voting Members.

Section 2. QUALIFICATIONS FOR MEMBERSHIP

Any person who holds the degree of Doctor of Veterinary Medicine or an equivalent degree of Veterinary Medicine from a school accredited by the American Veterinary Medical Association, and whose current place of residence or principal veterinary medicine practice location is within the Santa Barbara-Ventura Area, shall be eligible for membership in the Association on approval of his or her membership application by the Board. Such approval may be withheld as to any otherwise qualifying person whose personal conduct in public life, as well as within the veterinary profession, has not been beyond question from either a moral or an ethical standpoint.

Section 3. PROCEDURE FOR ADMISSION TO MEMBERSHIP

- (a) To become eligible for admission to membership as set forth in Section 2 of this Article, a prospective member must complete the current application form for membership which shall include the signatures of two (2) sponsors who shall be active Association members in good standing, and which shall be submitted to the Board for approval. Approval by the Board shall be by an affirmative vote of a simple majority of the Directors present in person or by proxy at a meeting called for this purpose.

- (b) If the Board approves the application, an announcement of its approval shall be read to the general membership at two consecutive meetings. If no member makes formal objection to the proposed membership in writing to the Chairman before the second reading of the Board's approval announcement, the prospective member shall be brought before the general membership for election and admission to active-voting status in the Association. If a formal objection is received during this specified time interval, the Board shall review such objection and, upon finding the objection to be

well founded, the Board shall postpone election to membership until such time that it shall determine that the basis for the objection is no longer present.

(c) Election to membership shall be by an affirmative vote of a simple majority of members present in person or by proxy at such general membership meeting after the announcement is read for the second time.

(d) The amount of the current dues payable must be received by the Association Treasurer within ten (10) days of the time of election of the applicant to membership.

Section 4. VOTING RIGHTS

All members shall have the right to vote, as set forth in these Bylaws, on the election of Directors, on the disposition of all or substantially all of the assets of the Association, on any merger and its principal terms and any amendment of those terms, and on any election to dissolve the Association. In addition, members shall have all rights afforded corporation members under the California Nonprofit Mutual Benefit Corporation Law. If the Association is dissolved, each member shall receive a pro rata distribution of all assets, exclusive of those held in charitable trust, remaining after payment or provision for payment of the obligations and debts of the Association and provisions for any other payment required under applicable law.

Section 5. DUES, FEES AND ASSESSMENTS

(a) Each member shall pay, within the time and on the conditions set by the Board, the dues, fees, and assessments of the Association in the amount to be fixed yearly by the Board. These dues, fees, and assessments shall be determined on a calendar year basis. Dues shall become due and payable on January 1 and shall be considered unpaid March 31 of that year.

(b) The need to incur any unbudgeted expenditure not exceeding two hundred fifty dollars (\$250.00) shall be determined solely at the discretion of the Board and, to extent not provided for by the Association's reserves, the amount thereof shall be assessed against each member equally. Should contemplated unbudgeted expenditure exceed the sum of two hundred fifty dollars (\$250.00), it shall be submitted for approval to the general membership at an annual or special meeting after written notification to the membership that such a vote is to occur at such meeting.

(c) The Association may accept any other funds available for use in Association business as set forth herein.

Section 6. TERMINATION, SUSPENSION AND REINSTATEMENT OF MEMBERSHIP.

(a) Causes of termination

Membership shall terminate upon occurrence of any of the following events:

- (1) Resignation of a member, on reasonable notice to the Board. A member may resign by filing with the Association Secretary his or her written resignation, which will become effective when accepted by the Board. The Board will accept the resignation within a reasonable time after its filing. Resignation shall not relieve a resigning member from his or her indebtedness to the Association. However, if the member submits his or her written resignation to the Association Secretary before January 1, he or she shall not be liable for the dues, fees and assessments which become due on or after January 1 of that year;
- (2) Failure of a member to pay dues, fees, or assessments within three (3) months after the date upon-which they become due and payable;
- (3) Occurrence of any event that renders a member ineligible for membership;
- (4) Expulsion of the member under Section 6(c), 6(e), or 8(c) of this Article.

(b) Causes for Suspension of Membership

A member may be suspended, under Section 6(c) of these Bylaws based upon the good faith determination by the Board, or by a committee or person authorized by the Board to make such determination, that the member has failed in a material and serious degree to observe the Association's rules of conduct, or the Principles of Veterinary Ethics promulgated by the California Veterinary Medical Association or the American Veterinary Medical Association, or has otherwise engaged in conduct materially prejudicial to the purposes and interests of the Association. A person whose membership is suspended shall not be a member during the period of suspension.

(c) Procedures for Expulsion or Suspension

If grounds appear to exist for the expulsion or suspension of a member under Sections 6(a), 6(b), or 8(c) of this Article, the procedures set forth below shall be followed:

- (1) The member shall be given fifteen (15) days' prior notice of the proposed expulsion or suspension and the reasons for the proposed expulsion or suspension. Notice shall be given by any method reasonably calculated to provide actual notice. Any notice given by mail shall be sent by first class or registered mail to the member's last address as shown in the Association's records

- (2) The member shall be given an opportunity to be heard, either orally or in writing, at least five (5) days before the effective date of the proposed expulsion or suspension. The hearing shall be held, or the written statement considered by the Board, or by a committee or person authorized by the Board to determine whether the expulsion or suspension should take place.
- (3) The Board, committee or person shall decide whether or not the member should be expelled, suspended, or sanctioned in some other way. The decision of the Board, committee or person shall be final.
- (4) Any action challenging an expulsion, suspension, or termination of membership, including a claim alleging defective notice, must be commenced within one year after the date of the expulsion, suspension, or termination

(d) Membership Reinstatement

Anyone suffering the loss of his or her Association membership may apply for reinstatement at any time and the Board may, at its discretion, reinstate such member in accordance with these Bylaws.

(e) Suspension or Expulsion for Failure to Cooperate.

Any member who fails to appear before the Board or before an authorized committee when summoned for a hearing for any reason, or fails to cooperate with the Board or an authorized person or committee in the conduct of the Association's affairs when requested to do so, shall be liable to censure, suspension or expulsion as the Board may determine.

Section 7. LIFETIME MEMBERSHIP

Those members of the Association who submit a letter of application to the general membership stating that, (a) for reasons of health, retirement, age 65, or other similar extenuating circumstance the member is unable to regularly attend membership meetings, (b) his or her veterinary practice has become inactive, or (c) he or she is otherwise permanently incapable of paying the fees and assessments imposed by the Board, shall be eligible for life membership in the Association. A simply majority vote of the members present at a meeting of the general membership, shall be required for confirmation of life membership status. Any member who obtains life membership status shall not be liable for dues, fees, or assessments which become due starting January 1 of the year following confirmation of his or her life membership status.

Section 8. MEMBERSHIP RIGHT'S NOT TRANSFERABLE.

Neither membership in this Association, nor any certificate evidencing the same, nor the interest of any member in this Association, nor any of the assets thereof shall:

- (a) Be subject to execution, or become or be an asset of the estate of any deceased member, or of any member who may become insolvent or bankrupt;
- (b) Descend to or vest in the heirs, legatees, or devisees of any member; or
- (c) Be transferable or assignable in any form either by the voluntary act of any member, or by operation of law. Any attempted transfer or assignment of membership or of any interest of any member in this Association shall be grounds for expulsion or suspension of the member attempting to assign his or her membership or an interest vested in him by virtue of his or her membership.

ARTICLE IV
MEETINGS OF MEMBERS

Section 1. PLACE OF MEETING

Meetings of the members shall be held at any place within or outside California designated by the Board or by written consent of all persons entitled to vote at the meeting, given before or after the meeting. In the absence of such designation, members' meetings shall be held at the Association's principal office.

Section 2. ANNUAL MEETING

An annual members' meeting shall be held on the first Tuesday of each year at 1:00 p.m. unless the Board fixes another date, or another time, and so notifies members as provided in Section 4 of this Article IV.

Section 3. SPECIAL MEETINGS

(a) Persons authorized to call

A special meeting of the members for any lawful purpose may be called at any time by the Board or Chairman, or by the President, or by five percent (5%) or more of the members.

(b) Calling Meetings

A special meeting called by any person (other than the Board) entitled to call a meeting shall be called by written request, specifying the general nature of the business proposed to be transacted, and submitted to the Chairman, the President, the Vice-president or the Secretary of the Association. The officer receiving the request shall cause notice to be

given promptly to the members entitled to vote, in accordance with Section 4 of this Article IV, stating that a meeting will be held at a specified time and date fixed by the Board, provided, however, that the meeting date shall be at least thirty-five (35) but not more than ninety (90) days after receipt of the request. If the notice is not given within twenty (20) days after receipt of the request, the person or persons requesting the meeting may give the notice. Nothing in this Section shall be construed as limiting, fixing, or affecting the time at which a meeting of members may be held when the meeting is called by the Board.

(c) Proper Business of Special Meeting

No business, other than that business the general nature of which was set forth in the notice of meeting, may be transacted at a special meeting.

Section 4. NOTICE REQUIREMENTS FOR MEMBERS MEETINGS

(a) General Notice Requirement

Whenever members are require or permitted to take any action at a meeting, written notice of the meeting shall be given, in accordance with Section 4(c) of Article IV, to each member entitled to vote at that meeting. The notice shall specify the place, date and hour of the meeting and (1) for a special meeting, the general nature of the business to be transacted, and no other business may be transacted, or (2) for the annual meeting, those matters that the Board, at the time notice is given, intends to present for action by the members, but any proper matter may be presented at the meeting. The notice of any meeting at which Directors are to be elected shall include the names of all persons who are nominees when notice is given.

(b) Notice of Certain Agenda Items

Approval by the members of any of the following proposals, other than by unanimous approval by those entitled to vote, is valid only if the notice or written waiver of notice states the general nature of the proposal or proposals:

- (1) Removing a Director without cause;
- (2) Filling vacancies on the Board;
- (3) Amending the Articles of Incorporation;
- (4) Approving a contract or transaction between the Association and one or more Directors, or between the Association and any entity in which a Director has a material financial interest;

(5) Electing to wind up and dissolve the Association: or

(6) Approving a plan of distribution of assets, other than money, not in accordance with liquidation rights of any class or classes as specified in the Articles or Bylaws, when the Association is in the process of winding up.

(c) Manner of Giving Notice

Notice of any meeting of members shall be in writing and shall be given at least ten (10) but no more than ninety (90) days before the meeting date. The notice shall be given either personally or by first-class, registered or certified mail, or by other means or written communication, charges prepaid, and shall be addressed to each member entitled to vote, at the address of that member appearing on the books of the Association or at the address given by the member to the Association for the purposes of notice. If no address appears on the Association's books and no address has been so given, notice shall be deemed to have been given if either (1) notice is sent to that member by first-class or telegraphic or other written communication to the Association's principal office, or (2) notice is published at least once in a newspaper of general circulation in the county in which the principal office is located.

(d) Declaration of Mailing Notice

A declaration of the mailing of any notice of any members' meeting, or of the giving of such notice by other means, may be executed by the Secretary, Assistant Secretary, or any transfer agent of the Association, and if so executed, shall be filed and maintained in the Association's Minute Book.

Section 5. QUORUM

(a) Percentage Required

Five percent (5%) of the voting power shall constitute a quorum for the transaction of business at any meeting of members provided, however, that if any regular or annual meeting is actually attended in person or by proxy by less than one third (1/3) of the voting power, the only matters that may be voted on are those of which notice of their general nature was given under the first and second sentences of Section 4 of this Article IV.

(b) Loss of Quorum

Subject to Section 5(a) of this Article IV, the members present at a duly called or held meeting at which a quorum is present may continue to transact business until adjournment, even if enough members have withdrawn to leave less than a quorum, if

any action taken (other than adjournment) is approved by at least a majority of the members required to constitute a quorum.

Section 6. ADJOURNMENT AND NOTICE OF ADJOURNED MEETINGS

Any members' meeting, whether or not a quorum is present, may be adjourned from time to time by the vote of the majority of the members represented at the meeting, either in person or by proxy. No meeting may be adjourned for more than forty-five (45) days. When a members' meeting is adjourned to another time or place, notice need not be given of the adjourned meeting if the time and place to which the meeting is adjourned are announced at the meeting at which adjournment is taken. If after adjournment a new record date is fixed for notice or voting, a notice of the adjourned meeting shall be given to each person who is a member on the record date for notice of the meeting. At the adjourned meeting, the Association may transact any business that might have been transacted at the original meeting.

Section 7. VOTING

(a) Eligibility to Vote

Subject to the provisions of the California Nonprofit Mutual Benefit Corporation Law, all persons who are members as of the record date determined under Section 10 of this Article IV are entitled to vote at any meeting of the members.

(b) Manner of Casting Vote

Voting may be by voice or ballot, except that any election of Directors must be by ballot if demanded by any member at the meeting before the voting begins.

(c) Voting

Each member shall be entitled to cast one vote on each matter submitted to a vote of the members.

(d) Approval by Majority Vote.

If a quorum is present, the affirmative vote of the majority of the voting power represented at the meeting, entitled to vote and voting on any matter, shall be the act of the members, unless the vote of a greater number is required by the California Nonprofit Mutual Benefit Corporation Law or by the Articles of Incorporation of this Association.

Section 8. WAIVER OF NOTICE OR CONSENT.

(a) Written Waiver or Consent

The transactions of any members' meetings, however called or noticed and wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice, if (1) a quorum is present either in person or by proxy and (2) either before or after the meeting, each member entitled to vote, who is not present in person or by proxy, signs a written waiver of notice, a consent to the holding of the meeting, or an approval of the minutes. The waiver of notice, consent, or approval need not specify either the business to be transacted or the purpose of any meeting of members, except that if action is taken or proposed to be taken for approval of any of those matters specified in Section 4(b) of this Article IV, the waiver of notice, consent, or approval shall state the general nature of the proposal. All such waivers, consents or approvals shall be filed with the Association records or made a part of the minutes.

(b) Waiver by Attendance

A member's attendance at a meeting shall also constitute a waiver of notice of and presence at the meeting, unless the member objects at the beginning of the meeting to the transaction of any business because the meeting was not lawfully called or convened. Also, attendance at a meeting is not a waiver of any right to object to the consideration of matters required to be included in the notice of the meeting but not so included, if that objection is expressly made at the meeting.

Section 9. ACTION WITHOUT A MEETING.

(a) Action by Unanimous Written Consent.

Any action required or permitted to be taken by the members may be taken without a meeting, if all members consent in writing to the action. The written consent or consents shall be filed with the minutes of the proceedings of the members. The action by written consent shall have the same force and effect as the unanimous vote of the members.

(b) Action by Written Ballot Without a Meeting.

Any action may be taken at any meeting of members may be taken without a meeting by complying with Section 9 of this Article IV.

(1) Solicitation of Written Ballots.

The Association shall distribute one written ballot to each member entitled to vote on the matter. Such ballots shall be mailed or delivered in the manner required by Section 4 of this Article IV. All solicitations of votes by written ballot shall (A) indicate the number of responses needed to meet the quorum requirement, (B)

with respect to ballots other than for election of Directors, state the percentage of approvals necessary to pass the measure or measures, and (C) specify the time by which the ballot must be received in order to be counted. Each ballot so distributed shall (i) set forth the proposed action, (ii) provide the members with an opportunity to specify his or her approval or disapproval of each proposal, and (iii) provide a reasonable time in which to return the ballot to the Association. If the Association has 100 or more members, any written ballot distributed to 10 or more members shall provide, subject to reasonable specified conditions, that if the person solicited specifies a choice with respect to any such matter, the vote shall be cast in accordance with that specification.

In any election of Directors, a written ballot that a member marks "withhold", or otherwise marks in a manner indicating that authority to vote is withheld, shall not be voted either for or against the election of a Director.

(2) Number of Votes and Approvals Required.

Approval by written ballot shall be valid only when (i) the number of votes cast by ballot (including those ballots that are marked "withhold" or otherwise indicate that authority to vote is withheld) within the time specified equals or exceeds the quorum required to be present at a meeting authorizing the action, and (ii) the number of approvals equals or exceeds the number of votes that would be required for approval at a meeting at which the total number of votes cast was the same as the number of votes cast by written ballot without a meeting.

(3) Revocation

A written ballot may not be revoked

(4) Filing

All written ballots shall be filed with the Secretary of the Association and maintained in the Association records for at least three (3) years.

Section 10. RECORD DATE FOR NOTICE, VOTING, WRITTEN BALLOTS, AND OTHER ACTIONS

(a) Record Date to be Determined by Board.

For purposes of determining the members entitled to notice of any meeting, entitled to vote at any meeting, entitled to vote by written ballot, or entitled to exercise any rights with respect to any lawful action, the Board may fix in advance, a record date. The record date so fixed:

- (1) For notice of a meeting shall not be more than ninety (90) or less than ten (10) days before the date of the meeting;
- (2) For voting at a meeting shall not be more than sixty (60) days before the date of the meeting;
- (3) For voting by written ballot shall not be more than sixty (60) days before the days on which the first written ballot is mailed or solicited; and
- (4) For any other action shall not be more than sixty (60) days before that action.

(b) Record Date Not Determined by Board.

(1) Record Date for Notice or Voting.

If not otherwise fixed by the Board, the record date for determining members entitled (i) to receive notice of a meeting of members shall be the business day next preceding the day on which notice is given or, if notice is waived, the business day next preceding the day on which the meeting is held and (ii) to vote at the meeting shall be the day on which the meeting is held.

(2) Record Date for Action by Written Ballot.

If not otherwise fixed by the Board, the record date for determining members entitled to vote by written ballot shall be the day on which the first written ballot is mailed or solicited.

(3) Record Date for Other Actions.

If not otherwise fixed by the Board, the record date for determining members entitled to exercise any rights with respect to any other lawful action shall be the date on which the Board adopts the resolution relating to that action or the 60th day before the date of that action, Whichever is later.

(4) Members of Record

For purposes of this Section 10, a person holding a membership at the close of business on the record date shall be a member of record.

Section 11. PROXIES

(a) Right of Members.

Each person entitled to vote shall have the right to do so either in person or by one or more agents authorized by a written proxy, signed by the person and filed with the Secretary of the Association. A proxy shall be deemed signed if the member's name is placed on the proxy (whether by manual signature, typewriting, telegraphic transmission, or otherwise) by the member or the member's attorney-in-fact.

(b) Form of Solicited Proxies.

If the Association has 100 or more members, any form of proxy distributed to 10 or more members shall afford an opportunity on the proxy to specify a choice between approval and disapproval of each matter or group of related matters and shall provide, subject to reasonable specified conditions, that when the person solicited specifies a choice with respect to any such matter, the vote shall be cast in accordance with that specification. In any election of Directors, any form of proxy that a member marks "withhold", or marks otherwise in a manner indicating that the authority to vote for the election of Directors is withheld, shall not be voted either for or against the election of a Director.

(c) Requirement that General Nature of Subject of Proxy Be Stated.

Any revocable proxy covering matters for which a vote of the members is required, including amendments to the Articles of Incorporation; amendments to the Articles or Bylaws changing proxy rights; removal of Directors without cause; filling vacancies on the Board; the sale, lease, exchange, conveyance, transfer, or other disposition of all or substantially all of the Association assets unless the transaction is in the usual and regular course of the Association's activities; the principal terms of a merger or the amendment of a merger agreement; the election to dissolve the Association; or contracts or transactions between the Association and one or more Directors or between the Association and an entity in which the Director has a material financial interest, shall not be valid unless the proxy sets forth the general nature of the matter to be voted on.

(d) Revocability.

A validly executed proxy that does not state that it is irrevocable shall continue in full force and effect until (A) revoked by the member executing it before the vote is cast under that proxy, (i) by a writing delivered to Association stating that the proxy is revoked, (ii) by a subsequent proxy executed by that member and presented to the meeting, or (iii) as to any meeting, by the member's personal attendance and voting at the meeting, or (B) written notice of the death or incapacity of the maker of the proxy is received by the Association before the vote under the proxy is counted; provided, however, that no proxy shall be valid after the expiration of 11 months from the date of the proxy, unless otherwise provided in the proxy, in which event the maximum term of the proxy shall be three years from the date of execution. The revocability of a proxy that

states on its face that it is irrevocable shall be governed by Section 7613 of the California Corporations Code.

ARTICLE V
ELECTION OF DIRECTORS

Section 1. NOMINATION OF CANDIDATES.

The Chairman, or the President if there is no Chairman, shall appoint a committee to select qualified candidates to election to the Board at least one hundred (100) days before the date of any election of Directors. This nominating committee shall make its report at least sixty (60) days before the date of the election, and the Secretary shall forward to each member, with notice of the meeting required by Section 4 of Article IV of these Bylaws, a list of all candidates nominated by the committee under this Section. Nominations may also come from the general membership at any time before the election.

Section 2. SOLICITATION OF VOTES.

The Board shall formulate procedures that allow a reasonable opportunity for a nominee to communicate to members the nominee's qualifications and reasons for the nominee's candidacy, and reasonable opportunity for all nominees to solicit votes, and a reasonable opportunity for all members to choose among nominees. Without Board authorization, no Association funds may be expended to support a nominee for Director.

ARTICLE VI
DIRECTORS

Section 1. POWERS

(a) General Corporate Powers

Subject to the provisions and limitations of the California Nonprofit Mutual Benefit Corporation Law and any other applicable laws, and subject to any limitations in the Articles of Incorporation and Bylaws regarding actions that require the approval of the members, the Association's activities and affairs shall be managed, and all Association power shall be exercised, by or under the Board's direction.

(b) Specific Powers

Without prejudice to the general powers set forth in Section 1 (a) of this Article VI, but subject to the same limitations, the Directors shall have the power to:

- (1) Appoint and remove at the pleasure of the Board all the Association's officers, agents, and employees; prescribe powers and duties for them that are consistent with the law, with the Articles of Incorporation, and with these Bylaws; and fix their compensation, if any, and require from them security for faithful performance of their duties.
- (2) Change the principal office or the principal business office in California from one location to another; cause the Association to be qualified to conduct its activities in any other state, territory, dependency, or country; conduct its activities within or outside California; and designate any place within or outside California for holding any meeting of members.
- (3) Adopt and use a corporate seal; prescribe the forms of membership certificates consistent with the provisions of Section 7313 of the California Corporations Code; and alter the forms of the seal and certificates.
- (4) Borrow money and incur indebtedness on behalf of the Association and cause to be executed and delivered for the Association name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debt and securities.

Section 2. NUMBER OF DIRECTORS

The Board of Directors shall consist of at least three (3) but no more than five (5) Directors until changed by amendment to these Bylaws. The exact number of Directors shall be fixed, within those limits, by a resolution adopted by the Board of Directors.

Section 3. ELECTION AND TERM OF OFFICE

(a) Election

All Directors shall be elected at each annual meeting of members to hold office until the next annual meeting; however, if any such Directors are not elected at any annual meeting, they may be elected at any special members' meeting held for that purpose or by written ballot.

(b) Term of Office

Each such Director, including a Director elected to fill a vacancy or elected at a special members' meeting or by written ballot, shall hold office until expiration of the term for which elected and until a successor has been elected and qualified.

Section 4. VACANCIES ON BOARD.

(a) Events Causing Vacancy.

A vacancy or vacancies on the Board shall exist on the occurrence of the following: (i) the death or resignation of any Director; (ii) the declaration by resolution of the Board of a vacancy in the office of a Director who has been declared of unsound mind by an order of court or convicted of a felony, or, if the Association holds assets in charitable trust, has been found by a final order or judgment of any court to have breached a duty arising under Section 7238 of the California Corporations Code; (iii) the vote of the members or, if the Association has fewer than fifty (50) members, the vote of a majority of all members, to remove any Director(s); (iv) the increase of the authorized number of Directors; or (v) the failure of the members at any meeting of members at which any Director or Directors are to be elected, to elect the number of Directors required to be elected at that meeting.

(b) Resignations

Except as provided below, any Director may resign by giving written notice to the Chairman of the Board, if any, or to the President or the Secretary of the Board. The resignation shall be effective when the notice is given unless it specifies a later time for the resignation to become effective. If a Director's resignation is effective at a later time, the Board may elect a successor to take office when the resignation becomes effective.

(c) Filling Vacancies

Except for vacancies created by removal of a Director by the members, vacancies on the Board may be filled by a majority of the Directors then in office, whether or not less than a quorum, or by a sole remaining Director. The members may fill any vacancy or vacancies not filled by the Directors.

(d) No Vacancy on Reduction of Number of Directors.

No reduction of the authorized number of Directors shall have the effect of removing any Director before that Director's term of office expires.

Section 5. DIRECTOR'S MEETINGS

(a) Place of Meeting

Meetings of the Board shall be held at any place within or outside California that has been designated by resolution of the Board or in the notice of the meeting or, if not so designated, at the principal office of the Association.

(b) Meetings by Telephone.

Any meeting may be held by conference telephone or similar communication equipment, as long as all Directors participating in the meeting can hear one another. All such Directors shall be deemed to be present in person at such a meeting.

(c) Annual Meeting

Immediately after each annual meeting of members, the Board shall hold a regular meeting for purposes of organization, election of officers, and the transaction of other business. Notice of this meeting is not required.

(d) Other Regular Meetings

Other regular meetings of the Board may be held without notice on the second Thursday of every month except June, July or August, or at such time and place as the Board may fix from time to time.

(e) Special Meetings

(1) Authority to Call

Special meetings of the Board for any purpose may be called at any time by the Chairman of the Board, if any, the President or any Vice-President, or the Secretary or any two Directors.

(2) Notice

(A) Manner of Giving Notice

Notice of the time and place of special meetings shall be given to each Director by one of the following methods: (i) by personal delivery of written notice; (ii) by first-class mail, postage prepaid; (iii) by telephone, either directly to the Director or to a person at the Director's office who would reasonably be expected to communicate that notice promptly to the Director; or (iv) by telegram, charges prepaid. All such notices shall be given or sent to the Director's address or telephone number as shown on the records of the Association

(B) Time Requirements

Notices sent by first-class mail shall be deposited in the United States mails at least four (4) days before the time set for the meeting. Notices given by personal delivery, telephone, or telegraph shall be delivered, telephoned, or given to the telegraph company at least 48 hours before the time set for the meeting.

(C) Notice of Content

The notice shall state the time of the meeting and the place, if the place is other than the principal office of the Association. It need not specify the purpose of the meeting.

(f) Quorum

A majority of the authorized number of Directors shall constitute a quorum for the transaction of business, except to adjourn. Every action taken or decision made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be the act of the Board, subject to the more stringent provisions of the California Nonprofit Mutual Benefit Corporation Law, including, without limitation, those provisions relating to (i) approval of contracts or transactions between the Association and one or more Directors or between the Association and any entity in which a Director has a material financial interest, (ii) creation of and appointments to committees of the Board, and (iii) indemnification of Directors. A meeting at which a quorum is initially present may continue to transact business, despite the withdrawal of Directors, if any action taken or decision made is approved by at least a majority of the required quorum for that meeting.

(g) Waiver of Notice

Notice of a meeting need not be given to any Director who, either before or after the meeting, signs a waiver of notice, a written consent to the holding of the meeting, or an approval of the minutes of the meeting. The waiver of notice or consent need not specify the purpose of the meeting. All such waivers, consents, and approvals shall be filed with the Association records or made a part of the minutes of the meetings. Notice of a meeting need to be given to any Director who attends the meeting and does not protest before or at the commencement of the meeting, the lack of notice to him or her.

(h) Adjournment

A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting to another time and place.

(i) Notice of Adjourned Meeting.

Notice of the time and place of holding an adjourned meeting need not be given unless the original meeting is adjourned for more than 24 hours. If the original meeting is adjourned for more than 24 hours, notice of any adjournment to another time and place shall be given, before the time of the adjourned meeting, to the Directors who were not present at the time of the adjournment.

(j) Action Without a Meeting.

Any action that the Board is required or permitted to take may be taken without a meeting if all members of the Board consent in writing to that action. Such action by written consent shall have the same force and effect as any other validly approved action of the Board. All such consents shall be filed with the minutes of the proceedings of the Board.

(k) Committees.

(1) Committees of the Board

The Board, by resolution adopted by a majority of the Directors then in office, provided a quorum is present, may create one or more committees, each consisting of two or more Directors and other persons who are not Directors, to serve at the pleasure of the Board. Appointments to committees of the Board shall be by majority vote of the Directors then in office. The Board may appoint one or more Directors as alternate members of any such committee, who may replace any absent member at any meeting. Any such committee, to the extent provided in the Board resolution, shall have all the authority of the Board except that no committee, regardless of Board resolution, may:

- (A) Take any final action on any matter that, under the California Nonprofit Mutual Benefit Corporation Law, also requires approval of the members or approval of a majority of all members;
- (B) Fill vacancies on the Board or on any committee that has the authority of the Board;
- (C) Fix compensation of the Directors for serving on the Board or on any committee;
- (D) Amend or repeal Bylaws or adopt new Bylaws;
- (E) Amend or repeal any Board resolution that by its express terms is not so amendable or repealable;

- (F) Create any other committees of the Board or appoint the members of committees of the Board;
- (G) Expend Association funds to support a nominee for Director after more people have been nominated for Director than can be elected; or
- (H) With respect to any assets held in charitable trust, approve any contract or transaction between the Association and one or more of its Directors or between the Association and an entity in which one or more of its Directors have a material financial interest, subject to the special approval provisions of Section 5233(d)(3) of the California Corporations Code.

(2) Meetings and Action of Committees.

Meetings and actions of committees of the Board shall be governed by, held, and taken in accordance with, the provisions of these Bylaws concerning meetings and other Board actions except that the time for regular meetings of such committees and calling of special meetings of such committees may be determined either by Board resolution, or if there is none, by resolution of the committee. Minutes of each meeting of any committee of the Board shall be kept and shall be filed with the Association records. The Board may adopt rules for the government of any committee that are consistent with these Bylaws or, in the absence of rules adopted by the Board, the committee may adopt such rules.

(3) Particular Board and Advisory Committees.

The Bylaws may establish particular committees, e.g., an executive committee, audit committee, nominating committee, compensation committee, and finance committee. The Board cannot, however, delegate the powers listed in Corporations Code Sections 7272(a)(1)- (8) to any committee.

If any committee is to have any nondirector committee members, it is not a committee of the Board, and it should be clearly labeled an "advisory committee". Unless the Bylaws provide otherwise, the Board may delegate management of the Association's activities to an advisory committee to the same extent that those powers could be delegated to anyone under Corporations Code section 7210. (Corp. Code §§ 7210, 7212.) If the committee does not exercise the authority of the Board, Sections 5(a)-(k) of this Article VI need not apply to it.

ARTICLE VII

OFFICERS

Section 1 DESIGNATION OF OFFICERS.

The officers of the Association shall consist of a President, a Vice-President, a Secretary and a Chief Financial Officer. The Association may also have, at the discretion of the Board of Directors, a Chairman of the Board, one or more additional Vice- Presidents, one or more Assistant Secretaries, one or more Assistant Treasurers and such other officers as may be appointed in accordance with the provisions of Section 3 of this Article VII. One person may hold two or more offices, except those of President and Secretary.

Section 2. ELECTION

The officers of the Association, except those officers as may be appointed in accordance with the provisions of Section 3 and Section 5 of this Article VII, shall be chosen annually by the Board of Directors, and each shall hold his or her office until he or she shall resign or shall be removed or otherwise disqualified to serve, or his or her successor shall be elected and qualified.

Section 3. SUBORDINATE OFFICERS, ETC.

The Board of Directors may appoint such other officers as the business of the Association may require, each of whom shall hold office for such period, have such authority and perform such duties as are provided in the Bylaws or as the Board of Directors may from time to time determine.

Section 4. REMOVAL AND RESIGNATION.

Any officer may be removed, either with or without cause, by the Board of Directors at any regular or special meeting, or, except in case of an officer chosen by the Board of Directors, by an officer upon whom such power of removal may be conveyed by the Board of Directors.

Any officer may resign at any time by giving written notice to the Board of Directors, or to the President or to the Secretary of the Association. Any such resignation shall take effect at the date of this notice or at any later specified time; and, unless otherwise specified, the acceptance of this resignation shall not be necessary to make it effective.

Section 5 VACANCIES

A vacancy in any office because of death, resignation, removal, disqualification, or because of any other cause shall be filled in the manner prescribed in the Bylaws for regular appointments to the office.

Section 6. CHAIRMAN OF THE BOARD

The Chairman of the Board, if there shall be such an officer, shall, if present, preside at all meetings of the Board of Directors and exercise and perform such other powers and duties as may be from time to time assigned to him by the Board of Directors or prescribed by the Bylaws. If there is no President, the Chairman of the Board shall in addition be the chief executive officer to the Association and shall have the powers and duties prescribed in Section 7 of this Article VII.

Section 7. PRESIDENT

Subject to such supervisory powers, if any, as may be given by the Board of Directors to the Chairman of the Board, if there be such an officer, the President shall be the Chief Executive Officer of the Association and shall, subject to the control of the Board of Directors, have general supervision, direction and control of the business and officers of the Association. The President shall preside at all members' meetings and in the absence of the Chairman of the Board, or if there be none, at all meetings of the Board of Directors. The President shall be ex officio a member of all the standing committees, including the executive committee, if any, and shall have the general powers and duties of corporate management usually vested in the office of the President of a corporation and shall have such other powers and duties as may be prescribed by the Board of Directors or the Bylaws.

Section 8. VICE PRESIDENT

In the absence or disability of the President, the Vice- President, if any, shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to, all the restrictions upon, the President. The Vice-President shall have such other powers and perform such other duties as from time to time may be prescribed by the Board of Directors or the Bylaws.

Section 9. SECRETARY

The Secretary shall keep, or cause to be kept, a book of minutes at the principal office or such other place as the Board of Directors may order, of all meetings of Directors and shareholders, with the time and place of holding, whether regular or special and, if special, how authorized, the notice thereof given, the names of those present at Directors' meetings, the number of members present or represented at members' Meetings and the proceedings thereof.

The Secretary shall keep, or cause to be kept, at the principal office or at the office of the Association's transfer agent, a membership register, or duplicate membership register, showing the names of the members and their addresses; the number and date of certificates

issued for the same, if any; and the number and date of cancellation of every certificate surrendered for cancellation.

The Secretary shall give or cause to be given, notice of all the members' meetings and of the Board of Directors required by the Bylaws or by law to be given, and he or she shall keep the seal of the Association in safe custody and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or by the Bylaws.

Section 10. CHIEF FINANCIAL OFFICER.

The Chief Financial Officer shall keep and maintain or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the Association, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, surplus and memberships. Any surplus, including earned surplus, paid-in surplus and surplus arising from a reduction of stated capital shall be classified according to source and shown in a separate account. The books of account shall at all reasonable times be open to inspection by any Director.

The Chief Financial Officer shall deposit all monies and other valuables in the name and to the credit of the Association with such depositories as may be designated by the Board of Directors. He or she shall disburse the funds of the Association as may be ordered by the Board of Directors, shall render to the President and Directors, whenever they request it, an account of all of his or her transactions as Chief Financial Officer and of the financial condition of the Association and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or the Bylaws.

Section 11. SALARIES

The salaries, if any, of the officers and other members employed by the Association shall be fixed from time to time by the Board of Directors or established under agreements with officers or members approved by the Board of Directors, and no officer shall be prevented from receiving such salary by reason of the fact that he is also a Director of the Association.

ARTICLE VIII
RECORDS AND REPORTS

Section 1. MAINTENANCE OF ASSOCIATION RECORDS.

The Association shall keep:

- (a) Adequate and correct books and records of account

- (b) Written minutes of the proceedings of its members, Board, and committees of the Board; and
- (c) A record of each member's name, address, and class of membership.

Section 2. MEMBERS' INSPECTION RIGHTS.

(a) Membership Records.

Subject to Division 2, Part 3, Chapter 13i Article 3 (commencing at Section 8330) of the California Corporations Code and unless the Association provides a reasonable alternative as provided below, any member may do either or both of the following for a purpose reasonably related to the member's interest as a member-

- (1) Inspect and copy the records of the members' names, addresses, and voting rights during usual business hours on five days' prior written demand on the Association, which demand must state the purpose for which the inspection rights are requested; or
- (2) Obtain from the Secretary of the Association, on written demand and tender of a reasonable charge, a list of names and addresses of members who are entitled to vote for the election of Directors as of the most recent record date for which that list has been compiled, or as of the date, after the date of demand, specified by the member. The demand shall state the purpose for which the list is requested. The Secretary shall make this list available to the member on or before the later of ten (10) days after (A) the demand is received, or (B) the date specified in the demand as the date as of which the list is to be compiled.

The Association may, within ten (10) business days after receiving the demand under this Section, make a written offer of an alternative method of reasonable and timely achievement of the proper purpose specified in the demand without providing access to or a copy of the membership list. Any rejection of this offer must be in writing and must state the reasons that the proposed alternative does not meet the proper purpose of the demand.

If the Association reasonably believes that the information will be used for a purpose other than one reasonably related to the person's interest as a member, or if it provides a reasonable alternative under this Section, it may deny the member access to the membership lists.

Any inspection and copying under this Section may be made in person or by the member's agent or attorney. The right of inspection includes the right to copy and make extracts.

(b) Accounting Records and Minutes.

On written demand on the Association, any member may inspect, copy and make extracts of the accounting books and records and the minutes of the proceedings of the members, the Board, and committees of the Board of any reasonable time for a purpose reasonably related to the member's interest as a member. Any such inspection and copying may be made in person or by the member's agent or attorney.

(c) Maintenance and Inspection of Articles and Bylaws

The Association shall keep at its principal office, or if its principal office is not in California, at its principal business office in this state, the original or a copy of the Articles of Incorporation and By-laws, as amended to date, which shall be open to inspection by the members at all reasonable times during office hours. All new members shall be offered a copy of the Articles and Bylaws, as amended to date, upon being elected to membership, and such copy shall be supplied to such member within a reasonable time after his acceptance of the offer. If the principal office of the Association is outside California and the Association has no principal business office in this state, the Secretary shall, on the written request of any member, furnish to that member a copy of the Articles of Incorporation and Bylaws as amended to date.

(d) Inspection by Directors

Each Director, upon his or her election or appointment as such, must review the Articles of Incorporation and Bylaws before taking any action as a Director of the Association. Every Director shall have the absolute right at any reasonable time to inspect the Association's books, records, documents of every kind, physical properties, and the records of each of its subsidiaries. The inspection may be made in person or by the Director's agent or attorney. The right of inspection includes the right to copy and make extracts of documents.

Section 3. CONSTRUCTION AND DEFINITIONS.

Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the California Nonprofit Corporation Law shall govern the construction of these Bylaws. Without limiting the generality of the preceding sentence, the masculine gender includes the feminine and neuter, the singular includes the plural and the plural includes the singular, and the term "person" includes both a legal entity and a natural person.

ARTICLE IX
COMMITTEE ON GRIEVANCES AND ETHICS

Section 1. MEMBERSHIP

- (a) The Committee on Grievances and Ethics shall be a standing Committee of five (5) members; four (4) members shall be appointed for a two-year term; two of such members shall be appointed from the Santa Barbara area, and two of such members shall be appointed from the Ventura area. The Vice-President of the Association shall be the fifth member and Chairman. The President of the Association shall appoint one member from the Santa Barbara area and one member from the Ventura-Thousand Oaks area in December of his term of office to fill the vacancies created by the outgoing members of the Committee.
- (b) The business of the Committee may be conducted with a quorum consisting of a minimum of two (2) appointed members and the Chairman.

Section 2. DUTIES

- (a) The Committee shall have full right and responsibility to investigate and attempt to arbitrate all grievances arising between members and others, or between members.
- (b) Decisions of the Committee shall be made by reference of these Bylaws and principles of professional conduct of this Association, by the Principles of Veterinary Ethics promulgated by the California Veterinary Medical Association, and the American Veterinary Medical Association.

ARTICLE X
MISCELLANEOUS

Section 1. Amendments

- (a) Amendment by the Board.

- (1) Membership Rights Limitation.

Subject to the Rights of the Members under Section 2 of this Article X, the Board may adopt, amend or repeal these Bylaws unless the action would:

- (A) Materially and adversely effect the members' rights as to voting, dissolution, redemption or transfer;

- (B) Increase or decrease the number of members authorized
- (C) Effect an exchange, reclassification, or cancellation of all or a part of the membership; or
- (D) Authorize a new class of membership.

(b) Changes to Number of Directors.

Once members have been admitted to the Association, the Board may not, without the approval of the members, specify or change any Bylaw provision that would:

- (1) Fix or change the authorized number of Directors;
- (2) Fix or change the minimum or maximum number of Directors; or
- (3) Change from a fixed number of Directors to a variable number of Directors or vice versa.

(c) High Vote Requirement.

If any provision of these Bylaws requires the vote of a larger proportion of the Board than otherwise required by law, such provision may not be altered, amended or repealed except by that greater vote.

(d) Members' Approval Required.

Without the approval of the members, amend or repeal the Board may not adopt any Bylaw that would:

- (1) Increase or extend the terms of Directors;
- (2) Allow any Director to hold office by designation or selection rather than by election by a member or members;
- (3)) Increase the quorum for members' meetings;
- (4) Repeal, restrict, create, expand, or otherwise change proxy rights; or
- (5) Authorize cumulative voting.

Section 2. AMENDMENT BY MEMBERS

New Bylaws may be adopted, or these Bylaws may be amended or repealed by the general membership at a meeting at which a quorum is present by the vote of a two-thirds majority of the votes cast, provided that the amendment shall have been presented to the membership at its previous meeting and undergone no changes from that time to the time of the casting of the vote.

Section 3. RULES OF ORDER

The current edition of Roberts "Rules of Order" (when not in conflict with the Articles of Incorporation or Bylaws of this Association) shall be the guide for parliamentary procedure at general meetings, and the meetings of the Association, and all meetings of the Board of Directors, and any other committees or groups within the Association.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting Secretary of Santa Barbara-Ventura Veterinary Medical Association, Incorporated, a California nonprofit mutual benefit corporation, that the above Bylaws, consisting of ___ pages, are the Bylaws of this Corporation as adopted by the Board Directors on _____, 2001, by the members on _____, 2001, and that they have not been amended or modified since that date.

Executed on _____, 2001, at _____, California

Claudia Meschler, D.V.M.
Secretary

August 9, 2001

The following section was amended as shown by a majority vote of the members in attendance on this day (bold type denotes new wording; strike-through denotes previous wording).

Section 5. DUES, FEES AND ASSESSMENTS

(b) The need to incur any unbudgeted expenditure not exceeding ~~two hundred fifty dollars (\$250.00)~~ **two thousand dollars (\$2000)** shall be determined solely at the discretion of the Board and, to extent not provided for by the Association's reserves, the amount thereof shall be assessed against each member equally. Should contemplated unbudgeted expenditure exceed the sum of ~~two hundred fifty dollars (\$250.00)~~ **two thousand dollars (\$2000)**, it shall be submitted for approval to the general membership at an annual or special meeting after written notification to the membership that such a vote is to occur at such meeting.

Claudia Meschler, D.V.M.
Secretary

Gena Broussard, D.V.M.
President

June 8, 2006

The following section was added as shown by a majority vote of the members in attendance on this day.

ARTICLE III
QUALIFICATIONS AND RIGHTS OF MEMBERSHIP

Section 9. Intern membership

(1) Membership in the Santa Barbara-Ventura Veterinary Medical Association (SBVVMA) shall be granted to an intern who meets the following conditions:

(a) An intern shall be a graduate veterinarian participating in an internship program for a period of one year.

(b) An internship program shall:

(i) Be approved by the California Veterinary Medical Association, the AAVC, or both,

(ii) The location of the facility offering the internship program must be within the boundaries of the SBVVMA (Ventura County, coastal southern Santa Barbara County), and

(iii) At least two of the Board certified specialists supervising the internship program must be members of the SBVVMA.

(2) The membership shall be granted for a period of only one year starting from the time when the intern starts the internship.

(3) The intern must submit a standard SBVVMA membership application, which must be signed by two current members of the SBVVMA.

(4) Membership dues will be waived for the one year period of membership.

Ian Holsworth, DVM
Secretary

Gene Cherry, DVM
President

August 17, 2006

The following section was added as shown by a majority vote of the members in attendance on this day.

ARTICLE VII
OFFICERS

Section 3. SUBORDINATE OFFICERS, ETC.

- (1) A recording secretary may be appointed by the Board of Directors.
- (a) The recording secretary does not need to be a member of the SBVVMA, nor need to be a veterinarian, and as such, will have no voting rights within the SBVVMA.
 - (b) The recording secretary is selected by the Board of Directors, and approved by the membership.
 - (c) The recording secretary shall be responsible for the taking of the minutes of any membership meeting, and producing a finalized copy of the minutes from a membership meeting.
 - (d) The recording secretary does not receive any monetary compensation for this duty.
 - (e) The recording secretary will be provided a meal by the SBVVMA at any meeting where the recording secretary performs his/her duty.

Ian Holsworth, DVM
Secretary

Gene Cherry, DVM
President

August 17, 2006

The following section was added as shown by a majority vote of the members in attendance on this day.

ARTICLE VII
OFFICERS

Section 12. SPEAKER COORDINATOR

The Speaker Coordinator shall be responsible for scheduling qualified speakers for the continuing education portion of the membership meetings. The responsibilities of the Speaker Coordinator may be assumed by any voting member of the Board of Directors, or may be a separate member of the Board of Directors with full voting rights. The Speaker Coordinator shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or by the Bylaws.

Ian Holsworth, DVM
Secretary

Gene Cherry, DVM
President

August 17, 2006

The following section was added as shown by a majority vote of the members in attendance on this day.

ARTICLE III
QUALIFICATIONS AND RIGHTS OF MEMBERSHIP

Section 10. CONTINUING EDUCATION BENEFITS

- (a) Each member (Active-Voting Member, Intern Member, Lifetime Member) shall receive a Continuing Education benefit for attendance at a membership meeting where a qualified speaker makes a qualified presentation according to Article 9, Division 20, Title 16, of the California Veterinary Medicine Practice Act.
- (b) Non-member veterinarians, including retirees, requesting a Continuing Education benefit for attendance at a membership meeting, shall pay a fee equivalent to 50% of the annual dues in place for the association at the time of the meeting.
 - i. Any veterinarian may apply for membership who:
 - i. Meets the requirements for membership,
 - ii. Has paid total fees for receiving continuing education benefits that is equivalent to the annual membership dues in one calendar year, and
 - iii. Submits a completed application form for membership.
 - ii. The membership, if approved, will be for the balance of the calendar year during which the fees were paid.
- (c) Registered Veterinary Technicians and other non-veterinarians may receive a Continuing Education benefit for attendance at a membership meeting provided their Veterinary employer or supervisor is a member of the Association.
 - i. A fee may be imposed or waived at the discretion of the Board to receive the Continuing Education benefit.

Ian Holsworth, DVM
Secretary

Gene Cherry, DVM
President